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Counsel to the Plan Administrator

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X	:	
In re	:	Chapter 11
	:	
HSP LIQUIDATION, LLC, et al., ¹	:	Case No. 19-11608 (MEW)
	:	
	:	Jointly Administered
Debtors.	:	
-----X		

**CERTIFICATION OF NO OBJECTION REGARDING PLAN ADMINISTRATOR'S
FOURTH OMNIBUS OBJECTION TO CERTAIN CLAIMS (AMENDED,
DUPLICATE, MULTI-DEBTOR, NO LIABILITY AND MODIFY)**

Pursuant to 28 U.S.C. § 1746 and Rule 9075-2 of the Local Bankruptcy Rules for the Southern District of New York (the "Local Rules") the undersigned hereby certifies as follows:

1. On March 15, 2021, counsel to Drivetrain, LLC, in its capacity as the plan administrator ("Plan Administrator") filed the *Plan Administrator's Fourth Omnibus Objection to Certain Claims (Amended, Duplicate, Multi-Debtor, No Liability and Modify)* [Docket No.

¹ The Post-Effective Date Debtors in these chapter 11 cases, along with the last four digits of each Post-Effective Date Debtor's federal tax identification number are: Dream II Holdings, LLC (7915); HHFH Liquidation, LLC (2063); HSP Liquidation, LLC (2143); PCF Liquidation, LLC (1445); HSPK Liquidation, LLC (4119); PCFC Liquidation, LLC (3119); and HSPC Liquidation Limited (3477).

557] (the “Objection”) with the United States Bankruptcy Court for the Southern District of New York (the “Court”).

2. The deadline for parties to object or file responses to the Objection was set for April 5, 2022, at 4:00 p.m., prevailing Eastern Time (the “Objection Deadline”). The Local Rules provide that a motion may be granted without a hearing, provided that, after the passage of the objection deadline, the movant submits a proposed order granting the objection to the Court along with a certificate that no objection or other response has been filed or served.

3. More than forty-eight hours since the Objection Deadline has now passed and, to the best of my knowledge, no objections to the Motion have been filed with the Court on the docket of these chapter 11 cases or served on counsel to the Plan Administrator.

4. The undersigned counsel hereby further certifies that the Plan Administrator has received the following informal responses, and has adjourned each as set forth below:

- a. Franchise Tax Board – Proof of Claim Nos. 27, 33 and 92 [adjourned to a date to be determined];
- b. Rafael Rodriguez – Proof of Claim No. 10 [Claimant agreed with treatment as set forth in the Order]; and
- c. State of Connecticut Unclaimed Property Division – Proofs of Claim Nos. 3, 16, 39, 60 and 246.

5. The undersigned counsel further certifies that no other answer, objection, or other response to the Fourth Omnibus Objection appears on the docket and no other informal response has been received.

6. Accordingly, the Plan Administrator respectfully requests entry of the order, attached hereto as **Exhibit A**, at the Court’s earliest convenience. If not entered prior to

the hearing, the Plan Administrator will seek entry of the order at the hearing scheduled for April 26, 2022, at 10:00 a.m., prevailing Eastern Time, before the Honorable Michael E. Wiles, United States Bankruptcy Judge, United States Bankruptcy Court for the Southern District of New York, One Bowling Green, Courtroom No. 617, New York, New York 10004-1408.

Dated: April 8, 2022

/s/ Beth E. Levine

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Counsel to the Plan Administrator

EXHIBIT A

Order

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X	:	
In re	:	Chapter 11
	:	
HSP LIQUIDATION, LLC, et al., ¹	:	Case No. 19-11608 (MEW)
	:	
	:	Jointly Administered
Debtors.	:	
-----X		

**ORDER GRANTING PLAN ADMINISTRATOR'S
FOURTH OMNIBUS OBJECTION TO CERTAIN CLAIMS (AMENDED,
DUPLICATE, MULTI-DEBTOR, NO LIABILITY AND MODIFY)**

Upon the objection (the “Objection”)² of the Plan Administrator for entry of an order (this “Order”) modifying the claims identified on **Schedule 1**, **Schedule 2**, **Schedule 3**, **Schedule 4** and **Schedule 5** hereto (collectively, the “Disputed Claims”) in each case pursuant to section 502(b) of the Bankruptcy Code, Bankruptcy Rule 3007, and the Objection Procedures, all as more fully set forth in the Objection; and upon the Rosenberg Declaration; and the Court having found that it has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference from the United States District Court for the Southern District of New York*, dated December 1, 2016, and the Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and the Court having found that venue of this proceeding and the Objection in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court having found that the relief requested in the Objection is in the best interests of the Post-Effective Date Debtors, creditors, and other parties in interest; and the Court having found

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² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Objection.

that the Plan Administrator provided appropriate notice of the Objection and the opportunity for a hearing on the Objection under the circumstances; and the Court having reviewed the Objection; and the Court having determined that the legal and factual bases set forth in the Objection establish just cause for the relief granted herein; and upon all of the proceedings had before the Court; and after due deliberation and sufficient cause appearing therefor, it is HEREBY ORDERED THAT:

1. The Objection is sustained to the extent set forth herein.
2. Each Amended Claim identified on **Schedule 1** attached hereto is hereby disallowed and expunged in its entirety. The Surviving Claims identified on **Schedule 1** will remain on the Claims Register and such Claims are neither allowed nor disallowed at this time, subject, however, to any future objection on any basis. Nothing contained herein shall constitute, nor shall it be deemed to constitute, the allowance of any of the Surviving Claims.
3. Each Duplicate Claim identified on **Schedule 2** attached hereto is hereby disallowed and expunged in its entirety. The Duplicate Surviving Claims identified on **Schedule 2** will remain on the Claims Register and such Claims are neither allowed nor disallowed at this time, subject, however, to any future objection on any basis. Nothing contained herein shall constitute, nor shall it be deemed to constitute, the allowance of any of the Duplicate Surviving Claims.
4. Each Multi-Debtor Claims identified on **Schedule 3** attached hereto is hereby disallowed and expunged in its entirety. The Surviving Debtor Claims identified on **Schedule 3** will remain on the Claims Register and such Claims are neither allowed nor disallowed at this time, subject, however, to any future objection on any basis. Nothing contained

herein shall constitute, nor shall it be deemed to constitute, the allowance of any of the Surviving Debtor Claims.

5. Each No Liability Claim identified on **Schedule 4** attached hereto is hereby disallowed and expunged in its entirety.

6. Each Modified Claim identified on **Schedule 5** attached hereto is hereby modified in class and amount as identified in the column entitled “Modified Total” on **Schedule 5** attached hereto.

7. Omni Agent Solutions, the Debtors’ noticing and claims agent, is authorized to update the Claims Register to reflect the relief granted in this Order.

8. Entry of this Order is without prejudice to the Plan Administrator’s right to object to any other Claims in these chapter 11 cases or to further object to the Disputed Claims (to the extent they are not disallowed and expunged pursuant to this Order) on any grounds whatsoever, at a later date.

9. Each Disputed Claim and the Objection by the Plan Administrator to each Disputed Claim as addressed in the Objection and as identified in **Schedule 1**, **Schedule 2**, **Schedule 3**, **Schedule 4**, and **Schedule 5** attached hereto constitutes a separate contested matter as contemplated by Bankruptcy Rule 9014. This Order shall be deemed a separate order with respect to each Disputed Claim. Any stay of this Order shall apply only to the contested matter which involves such creditor and shall not act to stay the applicability or finality of this Order with respect to the other contested matters covered hereby.

10. The terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

11. The Plan Administrator is authorized to take all actions necessary to effectuate the relief granted pursuant to this Order in accordance with the Objection.

12. This Court retains jurisdiction with respect to all matters arising from or related to the implementation of this Order.

Dated: _____, 2022

THE HONORABLE MICHAEL E. WILES
UNITED STATES BANKRUPTCY JUDGE

SCHEDULE 1

(Amended Claims)

Schedule 1

Amended & Superseded Claims

The Basis for Proposed Disallowance is Further Discussed in Paragraph 13 of the Objection

Name of Claimant	Debtor	Date Claim Filed	Claim Number	Asserted Claim Amount			Basis for Proposed Disallowance	Surviving Claim Number	Date Surviving Claim Filed	Surviving Claim Amount		
				Administrative	Unsecured	Total				Administrative	Unsecured	Total
660 National Turnpike, LLC c/o Nelson Mullins Riley & Scarborough LLP Attn: Lee B. Hart 201 17th St. NW, Suite 1700 Atlanta, GA 30363	Hollander Sleep Products, LLC	07/26/2019	307		\$48,409.02	\$48,409.02	Claim has been amended and superseded by Claim No. 417.	417 ¹	12/7/2019		\$3,929,987.75	\$3,929,987.75
660 National Turnpike, LLC c/o Nelson Mullins Riley & Scarborough LLP Attn: Lee B. Hart 201 17th St. NW, Suite 1700 Atlanta, GA 30363	Dream II Holdings, LLC	7/26/2019	20		\$48,409.02	\$48,409.02	Claim has been amended and superseded by Claim No. 417.	28 ¹	12/27/2019		\$3,929,987.75	\$3,929,987.75
Be Be Jan Colours Limited Attn: Muhammad Rashid Square No. 07, Chak No. 204 Rb City: Faisalabad Pakistan	Hollander Sleep Products, LLC	06/01/2019	21		\$1,153,102.13	\$1,153,102.13	Claim has been amended and superseded by Claim No. 22.	224	7/18/2019		\$171,752.30	\$171,752.30
Be Be Jan Colours Limited Attn: Usman Ehsan Ellahi Square No. 07, Chak No. 204 Rb, City: Faisalabad Pakistan	Hollander Sleep Products, LLC	06/03/2019	22		\$1,153,102.13	\$1,153,102.13	Claim has been amended and superseded by Claim No. 224	224	7/18/2019		\$171,752.30	\$171,752.30
USTeleCenters Attn: James Mullins 140 Wood Rd, Ste 200 Braintree, MA 02184	Hollander Sleep Products, LLC	07/16/2019	213		\$205,043.50	\$205,043.50	Claim has been amended and superseded by Claim No. 217.	217	7/17/2019	\$24,252.70	\$180,790.80	\$205,043.50
Waste Management of Pennsylvania, Inc. Attn: Bankruptcy Dept / Jacquolyn Hatfield-Mills 1001 Fannin St Houston, TX 77002	Hollander Home Fashions Holdings, LLC	07/24/2019	8		\$24,371.17	\$24,371.17	Claim has been amended and superseded by Claim No. 16.	16	7/25/2019		\$25,926.75	\$25,926.75

¹ This claim is also included on Schedule 3 - Multiple Debtor Claims

SCHEDULE 2

(Duplicate Claims)

Schedule 2

Duplicate Claims

The Basis for Proposed Disallowance is Further Discussed in Paragraph 15 of the Objection

Name of Claimant	Debtor	Date Claim Filed	Claim Number	Asserted Claim Amount		Basis for Proposed Disallowance	Duplicate Surviving Claim Number	Surviving Claim Amount	
				Unsecured	Total			Unsecured	Total
ABM International, Inc. Attn: Amber Riley P.O. Box 1820 Montgomery, TX 77356	Hollander Sleep Products, LLC	06/03/2019	27	\$6,141.40	\$6,141.40	Claim is duplicative of Surviving Claim.	157	\$6,141.40	\$6,141.40
DemandPDX, LLC Attn: Chris Bergemann 10335 SE Quail Ridge Dr Happy Valley, OR 97086	Hollander Sleep Products, LLC	06/05/2019	35	\$27,144.60	\$27,144.60	Claim is duplicative of Surviving Claim.	39	\$27,144.60	\$27,144.60
Discount Two Way Radio Corporation Attn: Rosangela Rocha 555 W Victoria St Rancho Dominguez, CA 90220	Hollander Sleep Products, LLC	06/19/2019	108	\$283.47	\$283.47	Claim is duplicative of Surviving Claim.	110	\$283.47	\$283.47
Dusobox Corporation Attn: Rebecca Irish 2501 Investors Row Ste. 500 Orlando, FL 32837	Hollander Sleep Products, LLC	08/20/2019	391	\$207,381.94	\$207,381.94	Claim is duplicative of Surviving Claim.	392	\$207,381.94	\$207,381.94
Exim Engineering, Inc. c/o Coface North America Insurance Company Attn: Amy Schmidt 650 College Rd E, Ste 2005 Princeton, NJ 08540	Hollander Sleep Products, LLC	07/01/2019	152	\$13,904.40	\$13,904.40	Claim is duplicative of Surviving Claim.	154	\$13,904.40	\$13,904.40
Graf Metallic of America, LLC Attn: David Erickson 104 Belton Dr Spartanburg, SC 29301	Hollander Sleep Products, LLC	06/07/2019	69	\$47,190.52	\$47,190.52	Claim is duplicative of Surviving Claim.	378	\$47,190.52	\$47,190.52
Gupton Services Inc Attn: Thomas A. Gupton 134 Horner St Henderson, NC 27536	Hollander Sleep Products, LLC	06/13/2019	97	\$7,396.26	\$7,396.26	Claim is duplicative of Surviving Claim.	179	\$7,396.26	\$7,396.26
OPOL, LLC Attn: Matthew Mays 10821 Plantside Dr, Ste 102 Louisville, KY 40299	Hollander Sleep Products, LLC	06/07/2019	48	\$4,505.00	\$4,505.00	Claim is duplicative of Surviving Claim.	215	\$4,505.00	\$4,505.00

Schedule 2

Duplicate Claims

The Basis for Proposed Disallowance is Further Discussed in Paragraph 15 of the Objection

Name of Claimant	Debtor	Date Claim Filed	Claim Number	Asserted Claim Amount		Basis for Proposed Disallowance	Duplicate Surviving Claim Number	Surviving Claim Amount	
				Unsecured	Total			Unsecured	Total
ROSENTHAL & ROSENTHAL Attn: Anthony Ditirro 1370 Broadway New York, NY 10018	Pacific Coast Feather Cushion, LLC	07/22/2019	20	\$81,714.76	\$81,714.76	Claim is duplicative of Surviving Claim.	64	\$81,714.76	\$81,714.76
Stewardship Ontario c/o Canadian Stewardship Services Alliance 1 St Clair Ave W 7th Fl Toronto, ON M4V 1k6 Canada	Hollander Sleep Products, LLC	07/12/2019	197	\$18,930.12	\$18,930.12	Claim is duplicative of Surviving Claim.	237	\$18,930.12	\$18,930.12
Waste Management Attn: Jacqudyn Mills 1001 Jannin Houston, TX 77002	Hollander Home Fashions Holdings, L	07/25/2019	16	\$25,976.75	\$25,976.75	Claim is duplicative of Surviving Claim.	17	\$25,976.75	\$25,976.75

SCHEDULE 3

(Multi-Debtor Claims)

Schedule 3

Multiple Debtor Claims
The Basis for Proposed Disallowance is Further Discussed in Paragraphs 16 and 17 of the Objection

Name of Claimant	Debtor	Date Claim Filed	Claim Number	Asserted Claim Amount		Basis for Proposed Disallowance	Surviving Debtor Claim Number	Surviving Debtor	Surviving Claim Amount	
				Unsecured	Total				Unsecured	Total
660 National Turnpike, LLC c/o Nelson Mullins Riley & Scarborough LLP Attn: Lee B. Hart 201 17th St. NW, Suite 1700 Atlanta, GA 30363	Dream II Holdings, LLC	07/26/2019	28 ¹	\$3,929,987.75	\$3,929,987.75	Pursuant to Article VI B. of the Plan, ". . . all guarantees by any Debtor of the obligations of any other Debtor, as well as any joint and several liability of any Debtor with respect to any other Debtor, shall be deemed eliminated so that any obligation that could otherwise be asserted against more than one Debtor shall result in a single distribution under the Plan . . .".	417	Hollander Sleep Products, LLC	\$3,929,987.75	\$3,929,987.75

1 This claim is also included on Schedule 1 - Amended Claims

SCHEDULE 4

(No Liability Claims)

Schedule 4

No Liability Claims

The Basis for Proposed Disallowance is Further Discussed in Paragraph 19 of the Objection

Name of Claimant	Asserted Debtor	Date Claim Filed	Claim Number	Asserted Claim Amount						Basis for Disallowance
				Secured	Admin	Priority	503(b)(9)	Unsecured	Total	
Google LLC c/o White and Williams LLP Attn: Amy E Vulpio 1650 Market St, Fl 18 Philadelphia, PA 19103	Hollander Sleep Products, LLC	01/13/2020	418					\$59,885.01	\$59,885.01	Claimant was to have withdrawn Claim 211 - instead filed identical claim amending Claim 211. No liability pursuant to the Debtors' books and records.
Google LLC c/o White and Williams LLP Attn: Amy E Vulpio 1650 Market St, Fl 18 Philadelphia, PA 19103	Hollander Sleep Products, LLC	07/16/2019	211					\$59,885.01	\$59,885.01	Claim has been satisfied. All cure objections and administrative payment requests have been withdrawn [Docket No. 446]
Google LLC c/o White and Williams LLP Attn: Amy E Vulpio, Esq. 1650 Market St, Fl 18 Philadelphia, PA 19103	Pacific Coast Feather, LLC	07/16/2019	52					\$142,947.86	\$142,947.86	Contract assumed and cure of \$0 paid. No liability pursuant to the Debtors' books and records.
Joseph T. Crawford as representative of Selling Shareholders c/o Perkins Coie LLP Attn: John S. Kaplan 1201 Third Ave, Ste 4900 Seattle, WA 98007	Hollander Sleep Products, LLC	07/26/2019	310					Unliquidated	Unliquidated	Claim is for equity. No liability pursuant to the Debtors' books and records. No supporting documentation.
RAFAEL RODRIGUEZ 10876 King Bay Dr Boca Raton, FL 33498	Dream II Holdings, LLC	7/19/2019	10					\$ 100,000.00	\$100,000.00	Claim is for equity. No liability pursuant to the Debtors' books and records. No supporting documentation.
Safety First Insurance Co. c/o Husch Blackwell Attn: Marshall C. Turner 190 Carondelet Plaza, Ste 600 St Louis, MO 63105	Dream II Holdings, LLC	07/18/2019	8					Unliquidated	Unliquidated	No liability pursuant to the Debtors' books and records. No supporting documentation.
Safety National Casualty Corporation c/o Husch Blackwell Attn: Marshall C. Turner 190 Carondelet Plaza, Ste 600 St Louis, MO 63105	Dream II Holdings, LLC	07/18/2019	9					Unliquidated	Unliquidated	No liability pursuant to the Debtors' books and records. No supporting documentation.

Schedule 4

No Liability Claims
The Basis for Proposed Disallowance is Further Discussed in Paragraph 19 of the Objection

Name of Claimant	Asserted Debtor	Date Claim Filed	Claim Number	Asserted Claim Amount						Basis for Disallowance
				Secured	Admin	Priority	503(b)(9)	Unsecured	Total	
Safety National Casualty Corporation c/o Husch Blackwell Attn: Marshall C. Turner 190 Carondelet Plaza, Ste 600 St Louis, MO 63105	Dream II Holdings, LLC	7/18/2019	9					Unliquidated	Unliquidated	No liability pursuant to the Debtors' books and records. No supporting documentation.

SCHEDULE 5

(Modified Claims)

Schedule 5

Modified Claims

The Basis for Proposed Disallowance is Further Discussed in Paragraph 21 of the Objection

Name of Claimant	Asserted Debtor	Date Claim Filed	Claim Number	Asserted Claim Amount				Basis for Modification	Modified Total			
				Admin	503(b)(9)	Unsecured	Total		Admin	503(b)(9)	Unsecured	Total
POLYPACK PACKAGING INC. c/o Locke Lord LLP Attn: Shalom Jacob 200 Vesey St 20th Fl New York, NY 10281	Hollander Sleep Products Canada Limited	07/25/2019	48	\$2,449.42	\$2,449.42	\$120,063.35	\$122,512.77	Admin portion of claim is disallowed as duplicative of 503(b)(9) portion.	\$0.00	\$2,449.42	\$120,063.35	\$122,512.77
POLYPACK PACKAGING INC. Shalom Jacob/Locke Lord LLP 200 Vesey St New York, NY 10281	Hollander Sleep Products, LLC	07/25/2019	273	\$4,675.00	\$4,675.00	\$30,941.62	\$35,616.62	Admin portion of claim is disallowed as duplicative of 503(b)(9) portion.	\$0.00	\$4,675.00	\$30,941.62	\$35,616.62
Printcraft Company, Inc. c/o Robinson, Bradshaw & Hinson, P.A. Attn: David M. Schilli 101 N Tryon St, Ste 1900 Charlotte, NC 28246	Pacific Coast Feather, LLC	07/17/2019	54	\$16,084.88	\$16,084.88	\$40,585.91	\$56,670.79	Admin portion of claim is disallowed as duplicative of 503(b)(9) portion.	\$0.00	\$16,084.88	\$40,585.91	\$56,670.79
Printcraft Company, Inc. c/o Robinson, Bradshaw & Hinson, P.A. Attn: David M. Schilli 101 N Tryon St, Ste 1900 Charlotte, NC 28246	Hollander Sleep Products, LLC	07/17/2019	218	\$44,800.13	\$44,800.13	\$22,103.05	\$66,903.18	Admin portion of claim is disallowed as duplicative of 503(b)(9) portion.	\$0.00	\$44,800.13	\$22,103.05	\$66,903.18